

HD AND ASSOCIATES COMPANY SECRETARIES

Address: Office Number 411, Parikh Market Building,
Opera House, Mumbai-400004.
Email : Hardik@hdandassociates.com ; Tel: +91 22 316 30303

REPORT OF SCRUTINIZER

Date: 01st October, 2026

To,
Resolution Professional,
BIL Vyapar Limited,
(Formerly known as Binani Industries Limited)
37/2, Chinar Park, New Town,
Rajarhat Main Road P.O. Hatiara,
Kolkata - 700157, West Bengal, India.

Re: Consolidated Scrutinizer's Report on voting through remote E-voting during the course of Annual General Meeting held on Wednesday, 30th September, 2026 in terms of provisions of the Companies Act 2013 read with the Rules and Circulars issued thereunder and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Circulars issued thereunder.

Dear Sir,

- A. I, Hardik Darji, Proprietor of M/s HD and Associates, Practicing Company Secretaries, appointed as the Scrutinizer to scrutinize the following: -

To Scrutinize Remote e-voting process and the e-voting facility offered to the shareholders of the Company during the course of 63rd Annual General Meeting (hereinafter referred as AGM) held on 30th September, 2026, pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the resolutions mentioned in the notice of 63rd Annual General Meeting dated 28th August, 2026.

The voting rights were reckoned as on Wednesday, 23rd September, 2026 being the Cut-off date for the purpose of deciding the entitlements of members eligible for voting on the Resolutions.

- B. The AGM was held through Video Conferencing(VC)/ Other Audio Visual Means (OAVM) pursuant to provisions of the Companies Act, 2013 & Rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with MCA General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, and subsequent circulars issued in this regard, the latest being

HD AND ASSOCIATES

General Circular No. 03/2025 dated September 22, 2025 (collectively referred to as 'MCA Circulars') and Regulation 36(1)(a) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), unless any Member had requested a physical copy of the Annual Report.

- C. The Company had availed remote e-voting facility offered by MUFG Intime India Private Limited (formerly known as Link Intime India Private Limited), for the purpose of e-voting by the members of the Company from Sunday, 27th September, 2026 (from 09:00 A.M. IST) and ended on Tuesday, 29th September, 2026 (till 05:00 P.M. IST). The e-voting facility was also offered during the course of AGM for the members who had not voted on the resolutions through remote e-voting facility, the MUFG Intime India Private Limited e-voting platform was blocked thereafter.
- D. The votes cast under the remote e-voting facility and e-voting during AGM were thereafter unblocked and counted after the conclusion of the voting at the AGM in the presence of two witnesses (Names, Address and signature given below) who were not in employment of the Company.
- E. After the closure of the voting at the Annual General Meeting, the report on voting done for the meeting was generated in my presence and the voting was diligently scrutinized.
- F. I have scrutinized and reviewed the remote e-voting and e-voting during the AGM tendered therein based on the data downloaded from the MUFG Intime India Private Limited e-voting system.
- G. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the rules relating to AGM by Video Conferencing (VC)/Other Audio Visual Means (OAVM) and the e-voting on the resolutions contained in the notice of the AGM, my responsibility as the scrutinizer for the voting process is restricted to make the Scrutinizer's Report of the total votes cast votes in favor and against including invalid votes (if any) on resolutions contained in the said notice, based on the Report generated from the e-voting system provided by MUFG Intime India Private Limited.
- H. I have scrutinized and reviewed the entire e-voting process and votes tendered therein as per the data downloaded from the MUFG Intime India Private Limited e-voting system, and on the basis of the votes received on the same, I hereby report the following:

HD AND ASSOCIATES

Resolution No. 01: Ordinary Business- Ordinary Resolution

To receive, consider and adopt the Standalone and Consolidated Audited Financial Statements for the year ended 31st March, 2026 along with notes thereon as on that date and the Reports of Board of Directors and Auditors thereon.

Equity Shareholders:

Resolution Required :Ordinary			1 - To receive, consider and adopt the Standalone and Consolidated Audited Financial Statements for the year ended 31st March, 2026 along with notes thereon as on that date and the Reports of Board of Directors and Auditors thereon.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]=[2]/[1]*100	No. of Votes - in favour [4]	No. of Votes - Against [5]	% of Votes in favour on votes polled [6]=[4]/[2]*100	% of Votes against on votes polled [7]=[5]/[2]*100
Promoter and Promoter Group	E-Voting Poll	16081089	14604699	90.8022	14604699	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		14604699	90.8022	14604699	0	100.0000	0.0000
Public Institutions	E-Voting Poll	542845	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting Poll	14739241	9935	0.0674	9795	140	98.5908	1.4092
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		9935	0.0674	9795	140	98.5908	1.4092
Total		31366175	14614634	46.5936	14614494	140	99.9990	0.0010

Pursuant to the provisions outlined in Section 47 (2) of the Companies Act, 2013, Triton Trading Company Private Limited (TTCP), as the sole Preference Shareholder of the Company possessing 12298000- 0.01% Non-Cumulative Redeemable Preference Shares valued at Rs. 100 per share, each fully paid up, is entitled to exercise voting rights on all resolutions presented before the Company, stemming from the non-payment of Dividend.

Consequently, the Preference Shareholder was duly notified of the 63rd Annual General Meeting and has participated by voting in favor of the Resolution. The specifics of their voting are detailed as follows:

HD AND ASSOCIATES

Preference Shareholders:

Sr. No	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of Votes – in favour	No. of votes- in against	%of votes in favour of votes polled	% of votes against on polled
1.	E-voting	12298000	12298000	100.00	12298000	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Physical		0	0.00	0	0	0.00	0.00
	Total	12298000	12298000	100.00	12298000	0	100.00	0.00

Thus, based on the results, the Ordinary Resolution as contained in Item No.01 is passed with the requisite majority.

Resolution No. 02: Ordinary Business- Ordinary Resolution

Appointment of Statutory Auditor to fill Casual Vacancy:

Equity Shareholders:

Resolution Required : Ordinary			Appointment of Statutory Auditor to fill Casual Vacancy:					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100
Promoter and Promoter Group	E-Voting	16084089	14604699	90.8022	14604699	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		14604699	90.8022	14604699	0	100.0000	0.0000
Public Institutions	E-Voting	542845	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	14739241	9935	0.0674	9795	140	98.5908	1.4092
	Poll		0	0.0000	0	0	0.0000	0.0000

HD AND ASSOCIATES

	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		9935	0.0674	9795	140	98.5908	1.4092
Total		31366175	14614634	46.5936	14614494	140	99.9990	0.0010

Pursuant to the provisions outlined in Section 47 (2) of the Companies Act, 2013, Triton Trading Company Private Limited (TTCP), as the sole Preference Shareholder of the Company possessing 12298000- 0.01% Non-Cumulative Redeemable Preference Shares valued at Rs. 100 per share, each fully paid up, is entitled to exercise voting rights on all resolutions presented before the Company, stemming from the non-payment of Dividend.

Consequently, the Preference Shareholder was duly notified of the 63rd Annual General Meeting and has participated by voting in favor of the Resolution. The specifics of their voting are detailed as follows:

Preference Shareholders:

Sr. No	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of Votes – in favour	No. of votes- in against	% of votes in favour of votes polled	% of votes against on polled
1.	E-voting		12298000	100.00	12298000	0	100.00	0.00
	Poll	12298000	0	0.00	0	0	0.00	0.00
	Physical		0	0.00	0	0	0.00	0.00
	Total	12298000	12298000	100.00	12298000	0	100.00	0.00

Thus, based on the results, the Ordinary Resolution as contained in Item No.02 is passed with the requisite majority.

HD AND ASSOCIATES

All the relevant records relating to remote e-voting and voting during the AGM will remain in our safe custody until the Chairman approves and signs the minutes of the Annual General Meeting and the same shall thereafter be handed over to the Company Secretary.

Thanking You
Yours Faithfully,

FOR HD AND ASSOCIATES
COMPANY SECRETARIES

HARDIK
HASMUKH
DARJI

Digitally signed by
HARDIK HASMUKH
DARJI
Date: 2026.10.01
17:48:52 +05'30'

HARDIK DARJI
PRACTICING COMPANY SECRETARY
PROPRIETOR
ACS NO. 47700 C.P.NO.: 21073
FRN: S2018MI1634200

PLACE: MUMBAI
DATE: 01ST OCTOBER, 2026
UDIN: A04770011001706456
PEER REVIEW NO: 2208/2022

WITNESS:



Shubh Patel
411, Parikh Market Building,
Opera House, Mumbai-400004.



Pooja Parmar
411, Parikh Market Building,
Opera House, Mumbai-400004.